

**IN THE UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF PUERTO RICO**

IN RE: PUERTO RICAN CABOTAGE
ANTITRUST LITIGATION

Master Document No. 08-MD-1960 (DRD)

THIS DOCUMENT RELATES TO:
ALL ACTIONS

**PLAINTIFFS' MOTION FOR FINAL APPROVAL OF PROPOSED SETTLEMENTS
WITH HORIZON, CROWLEY, SEA STAR, AND ALEXANDER CHISHOLM
AND PLAN OF DISTRIBUTION**

TO THE HONORABLE COURT:

Pursuant to Rule 23(e) of the Federal Rules of Civil Procedure, Plaintiffs CC1 Limited Partnership (d/b/a Coca Cola Puerto Rico Bottlers), Horizon International Shipping, Inc., Linde Gas Puerto Rico, Inc., Rona Distributors, Inc., Ferrmax, Inc. and La Rosa Del Monte Express Inc. (collectively “Plaintiffs”) hereby move for an Order granting final approval of the proposed settlements with Defendants Horizon Lines, Inc., Horizon Lines, LLC, Horizon Logistics Holdings, LLC, Horizon Logistics, LLC, and Horizon Lines of Puerto Rico, Inc. (collectively “Horizon”); Defendants Crowley Maritime Corporation and Crowley Liner Services, Inc. (collectively “Crowley”); Defendants Sea Star Line, LLC, American Shipping Group, Inc., Saltchuk Resources, Inc. and Leonard Shapiro (collectively “Sea Star”); and Defendant Alexander Chisholm, and for final approval of the proposed Plan of Distribution.

Final approval of each of the proposed settlements, as well as the Plan of Distribution, is appropriate for the following reasons, as detailed in the supporting Memorandum of Law, filed herewith pursuant to Local Rule 7.1:

a. Due and adequate notice was provided pursuant to Rule 23 of the Federal Rules of Civil Procedure to all members of the Settlement Class, notifying the Settlement Class of, *inter alia*, the pendency of this action and the proposed settlements with the Settling Defendants;

b. The proposed Settlement Agreements between Class Plaintiffs and the Settlement Class, on the one hand, and, respectively, Horizon, Crowley, Sea Star and Chisholm, on the other, are fair, reasonable and adequate to the Settlement Class within the meaning of Rule 23 of the Federal Rules of Civil Procedure and an under the factors set forth in *In re Tyco Int'l, Ltd. Multidistrict Litig.*, 535 F. Supp. 2d 249 (D.N.H. 2007); and

c. The proposed Plan of Distribution is fair, reasonable and adequate to the Class.

Accompanying this motion is a proposed Order providing the relief Plaintiffs seek. In support of their motion, Plaintiffs submit the following memorandum and the accompanying declaration of Camilo K. Salas, III, Esq., and affidavits of Dr. Russel K. Lamb and Cameron R. Azari, Esq.

WHEREFORE, for the foregoing reasons, as well for the reasons detailed in Plaintiffs' Memorandum of Law, Plaintiffs' request entry of the attached proposed Order.

I HEREBY CERTIFY that today I electronically filed the foregoing document with the Clerk of Court using the CM/ECF system which, on information and belief, shall automatically notify counsel of record, and which pursuant to Local Civil Rule 5.1(b)(2), constitutes the equivalent service.

RESPECTFULLY SUBMITTED.

In San Juan, Puerto Rico, this 4th day of November, 2010.

/s/ John F. Nevares

John F. Nevares (PR 130502)
John Nevares & Associates, PSC
P.O. Box 13667
San Juan, Puerto Rico 00908-3667
Tel. (787) 793-4906
Fax (787) 721-8820
E-mail: jfnevares@nevareslaw.com.

Interim Liaison Counsel for Plaintiffs

Hollis L. Salzman
Labaton Sucharow LLP
140 Broadway
New York, NY 10005
Tel: (212) 907-0700
Fax: (212) 818-0477
hsalzman@labaton.com

Nestor M. Mendez-Gomez
Pietrantoni Mendez & Alvarez LLP
Banco Popular Center, 19th Floor
209 Munoz Rivera Ave.
San Juan, PR 00918
Tel: (787) 274-1212
Fax: (787) 274-1470
nmendez@pmalaw.com

Camilo K. Salas, III
Salas & Co., L.C.
650 Pydras, Suite 1650
New Orleans, LA 70130
(Orleans Parish)
Tel: (504) 799-3080
Fax: (504) 799-3085
csalas@salaslaw.com

Linda P. Nussbaum
Kaplan Fox & Kilsheimer, LLP
850 Third Avenue, 14th Floor
New York, NY 10022
Tel: (212) 687-1980
Fax: (212) 687-7714
lnussbaum@kaplanfox.com

Vincent J. Esades
Heins Mills & Olson, P.L.C.
310 Clifton Avenue
Minneapolis, MN 55403
Tel: (612) 338-4605
Fax: (612) 338-4692
vesades@heinsmills.com

Joe R. Whatley Jr.
Whatley Drake & Kallas, LLC
1540 Broadway, 37th Floor
New York, NY 10036
Tel: (212) 447-7070
Fax: (212) 447-7077
jwhatley@wdklaw.com

Daniel E. Becnel, Jr.
Becnel Law Firm, LLC
106 W. Seventh St.
P.O. Box Drawer H
Reserve, LA 70084
Tel: (985) 535-1186
Fax: (985) 536-6445
dbecnel@becnellaw.com

Interim Co-Lead Class Counsel

Stephen A. Asher
Weinstein Kitchenoff & Asher LLC
1845 Walnut Street, Suite 110
Philadelphia, PA 19103
Tel: 215-545-7200
Fax: 215-545-6535
asher@wka-law.com

Andres W. Lopez
Law Offices of Andres W. Lopez
207 Del Parque St. Third Floor
San Juan, PR 00912
Tel: 787-641-4541
Fax: 787-641-4544
andreswlopez@yahoo.com

Benjamin Brown
Cohen Milstein Sellers & Toll, PLLC
1100 New York Avenue, NW
Suite 500, West Tower
Washington, D.C. 20005
Tel: 202-408-4600
Fax: 202-408-4699
bbrown@cmht.com

Bryan Clobes
Cafferty Faucher LLP
1717 Arch Street, Suite 3610
Tel: 215-864-2800
Fax: 215-864-2810
bclobes@caffertyfaucher.com

Salvador Antonetti
Fiddler, Gonzalez & Rodriguez
PO Box 363507
San Juan, PR 00936-3507
Tel: 787-759-3209
Fax: 787-759-3109
santonetti@fgrlaw.com

Ruthanne Gordon
Berger & Montague, PC
1622 Locust St.
Philadelphia, PA 19103
Tel: 215-875-3000
Fax: 215-875-4604
rgordon@bm.net

David C. Indiana-Vicic
Indiana & Williams, PSC
207 Del Parque Street
Third Floor
San Juan, PR 00912
Tel: 787-641-4545

Fax: 787-641-4544
david.indiano@indianowilliams.com

Richard Lockridge
Lockridge Grindal Nauen P.L.L.P.
100 Washington Avenue South, Suite 2200
Minneapolis, MN 55401
Tel: 612-339-6900
Fax: 612-339-0981
ralockridge@locklaw.com

Lawrence Silverman
Silverman Cosgrove & Sammataro
One Biscayne Tower
2 South Biscayne Boulevard, Suite 2650
Miami, Florida 33131-1704
Tel: 305-377-1666
Fax: 305-377-1664
lsilverman@scs-legal.com
Stuart G. Gross

Cotchett, Pitre & McCarthy
840 Malcolm Road
Burlingame, CA 94010
Tel: 650-697-6000
Fax: 650-697-0577
sgross@cpmlegal.com

Eric Pérez Ochoa
**Adsuar Muniz Goyco Seda
& Perez-Ochoa, P.S.C.**
PO Box 70294
San Juan, PR 00936-8294
Tel: 787-756-9000
Fax: 787-756-9010
epo@amgprlaw.com

Bruce Simon
**Pearson Simon Soter Warshaw
& Penny LLP**
44 Montgomery Street Suite 1200
San Francisco, CA 94104
Tel: 415-433-9000
Fax: 415-433-9008
bsimon@psswplaw.com

Eric M. Quetglas-Jordan
Quetglas Law Office
PO Box 16606
San Juan, PR 00908-6606
Tel: 787-722-7745
Fax: 787-725-3970
quetglaslaw@hotmail.com

Archie Lamb
Law Offices of Archie Lamb, LLC
P.O. Box 2088
Birmingham, AL 35201
Tel: 205-324-4644
Fax: 205-324-4649
alamb@archielamb.com

Andrés Guillermard
Nachman Santiago & Guillemard
1302 Ponce de León, Suite 302
San Juan, PR 00907
Tel: 787-724-1212
Fax: 787-725-1339

Kevin B. Love
Criden & Love PA
7301 SW 57th Court, Suite 515
South Miami, FL 33134
Tel: 305-357-9000
Fax: 305-357-9050
klove@cridenlove.com

Plaintiffs' Steering Committee